

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION**

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| BLUE SPIKE, LLC | § | |
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| Plaintiff | § | CIVIL ACTION NO. 6:12-C V-499 MHS |
| | § | LEAD CASE |
| v. | § | |
| | § | JURY TRIAL DEMANDED |
| TEXAS INSTRUMENTS, INC., et al. | § | |
| | § | |
| Defendant. | § | |
| | § | |
| | § | |
| BLUE SPIKE, LLC | § | |
| | § | |
| Plaintiff | § | CIVIL ACTION NO. 6:13-CV-499 |
| | § | |
| v. | § | |
| | § | CONSOLIDATED CASE |
| 3M COGENT, INC. | § | |
| | § | |
| Defendant. | § | |
| | § | |
| | § | |
| | § | |

**DECLARATION OF DAVID R. KNIFFIN IN SUPPORT OF MOTION TO TRANSFER
VENUE TO THE UNITED STATES DISTRICT COURT FOR THE CENTRAL DISTRICT
OF CALIFORNIA UNDER 28 U.S.C. § 1404(a)**

I, David R. Kniffin, do hereby declare and state as follows:

1. I submit this Declaration in support of the Motion to Transfer of Defendant 3M Cogent, Inc. ("3M Cogent"). I reviewed the Complaint filed against 3M Cogent in this matter and understand that Plaintiff alleges infringement by 3M Cogent of four U.S. patents by importing, making, using, offering for sale, and/or selling fingerprint-based biometric software, systems, and technology.
2. I have personal knowledge of the facts set forth in this Declaration, except as otherwise stated. I am competent to testify as to all matters stated, and if called upon to do so, I would testify to the facts set forth in this Declaration.
3. I am employed as the Identity Management Business Manager of 3M Cogent.
4. 3M Cogent is a wholly-owned subsidiary of 3M Company. 3M Cogent maintains its headquarter in Pasadena, California, within the Central District of California, where it maintains corporate documents and employs the majority of the personnel relevant to this action.
5. No 3M Cogent employee or representative likely to be a witness in this matter resides in Tyler, Texas or the surrounding cities located in the Eastern District of Texas, nor are there likely relevant sources of proof located there.
6. The majority of 3M Cogent's operations are located at its facilities in Pasadena, California. 3M Cogent has been located in the Central District of California, since its founding in 1990, originally as Cogent Systems, Inc., in South Pasadena, California.
7. 3M Cogent developed the SA-4ii OEM Fingerprint Module, CAFIS, CAPFIS, LiveScan Scanners (such as CS 500e, CS1000e, CS500p, CS1000p), Mobile ID Solutions (such as BlueCheck II, Bluecheck II U, MI2, MI3, and Fusion), and Software Development Kits (such as FPCaptureAccess and FPCaptureExpress" (collectively, the "Accused Products") in Pasadena, California. The engineers with relevant knowledge regarding the Accused Products are based in the Pasadena office.

8. 3M Cogent's headquarters in Pasadena, California is the location of (a) servers, technical infrastructure, and programming and software configuration associated with the Accused Products; (b) 3M Cogent's technical documents relating to the Accused Products; (c) 3M Cogent's electronically stored information relating to the manufacture, use and/or sale of the Accused Products; (d) documents relating to the research, design, development of the Accused Products; (e) documents relating to the operation, marketing, advertising and sales of the Accused Products; and (f) financial books, records, and accounting data relating to the revenues associated with the Accused Products.
9. Decisions regarding 3M Cogent's business, including engineering and marketing decisions related to the Accused Products are made by business and technical managers in the Pasadena, California office.
10. None of the file servers, documents, or electronically stored information relevant to the claims and defenses in this lawsuit are maintained by 3M Cogent in Tyler, Texas or the surrounding cities in the Eastern District of Texas.
11. 3M Cogent has over 270 permanent employees in the United States, more than 125 of whom are based in Pasadena, California.
12. 3M Cogent has a small office located in Irving, Texas. There are approximately six employees who work in that office. Their responsibilities are focused on supporting a single 3M Cogent customer located in Irving, Texas. They are not likely to be witnesses in this action.
13. Most or all of the 3M Cogent employees with relevant knowledge likely to be witnesses in this case are based at 3M Cogent's office in Pasadena, California and reside near that office. For example, Ms. Anne Wang, Senior Technical Manager, Ms. Xu Chen, Finance Manager, and Mr. Michael Hollowich, Executive Vice President, Business Development and Proposals, are 3M Cogent employees who, among them, have knowledge regarding research and development as well as the structure and operation of the Accused Products,

and financial topics, *e.g.*, revenue and expenses, respectively, with respect to the Accused Products. I have knowledge regarding sales and marketing with respect to the Accused Products. Anne, Xu, Michael, and I are based in 3M Cogent's office in Pasadena, California. We all have significant work duties in Pasadena in the Central District of California that we must attend to, and it would be a burden to us and to 3M Cogent to travel to Tyler, Texas to supply testimony in this case.

14. I have never traveled to Tyler, Texas or the surrounding cities in the Eastern District of Texas.
15. There are numerous customers of 3M Cogent that purchase the products at issue in this case that are located in the Los Angeles area. Insofar as non-party customer witnesses have relevant testimony about 3M Cogent's products at issue, these non-party witnesses are located within the trial subpoena power of the court in the Central District of California.

I declare under penalty of perjury under the laws of the United States of America that the foregoing facts are true and correct based on my own personal knowledge.

Executed this 4th day of February, 2014.



David R. Kniffitt